

Crosby, Michael

From: Baxley, Mike
Sent: Friday, November 25, 2016 9:02 PM
To: Carter, Lonnie; Crosby, Michael; Pelcher, Steve
Subject: FW: Cooperatives' request for nuclear project analysis report

Gentlemen,

Please see Al Bynum's response below. It appears release of the report will be one of our topics for the Wednesday 11/30 meeting. Thanks.

Mike

From: BYNUM, ALVIS J JR [<mailto:ABYNUM@scana.com>]
Sent: Wednesday, November 23, 2016 9:34 AM
To: Baxley, Mike; LINDSAY, RONALD
Subject: [EXTERNAL SENDER] RE: Cooperatives' request for nuclear project analysis report

Mike

I met with Kevin, Steve and Ron late yesterday, and this is one of the topics that we discussed. They are adamantly opposed to this release. They suggest that we discuss this at our face-to-face meeting on the 30th

Al

From: Baxley, Mike [<mailto:mike.baxley@santeecooper.com>]
Sent: Monday, November 21, 2016 9:33 PM
To: BYNUM, ALVIS J JR <ABYNUM@scana.com>; LINDSAY, RONALD <RONALD.LINDSAY@scana.com>
Subject: Cooperatives' request for nuclear project analysis report

***This is an EXTERNAL email. Please do not click on a link or open any attachments unless you are confident it is from a trusted source.

Al,

We are moving forward with plans to release the report to the Cooperatives. I had asked whether there were any dissemination restrictions that SCE&G wanted to place on the document, but have not yet received a response. You mentioned that Kevin would be calling Lonnie on this, but to my knowledge we have not had any contact.

Assuming you still desire some limitations, I propose the following:

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Redacted - Privileged

Please let me know if these restrictions satisfy your concerns. If you wish us to discuss this further, as a courtesy to SCE&G we will hold release until after the November 30 SCE&G/Santee Cooper joint executive meeting, although we are beyond the requested release date.

Thank you in advance for your response.

Mike

Mike Baxley | Senior VP & General Counsel

Santee Cooper | jmbaxley@santeecooper.com

Physical: One Riverwood Drive, Moncks Corner, SC 29461

Mailing: PO Box 2946101, Moncks Corner, SC 29461-6101

☎p: (843) 761-7007 | ☎f: (843) 761-7037

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If you have questions, please call the IT Support Center at Ext. 7777.

Baxley, Mike

From: Wenick, George <gdwenick@smithcurrie.com>
Sent: Wednesday, July 15, 2015 3:07 PM
To: Baxley, Mike
Cc: BYRNE, STEPHEN A; BYNUM, ALVIS J JR; LINDSAY, RONALD; Crosby, Michael; Pelcher, Steve
Subject: Re: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

Mike,

Suits me.

George

Sent from my iPhone

On Jul 15, 2015, at 2:36 PM, Baxley, Mike <mike.baxley@santeecooper.com<mailto:mike.baxley@santeecooper.com>> wrote:

George, thank you for your email on how we structure Bechtel's engagement.

Redacted - Privileged

Redacted - Privileged

My suggestion at this

point is two fold. First, we schedule an internal phone call among the Owners' lawyers to finalize details. Then, we arrange a meeting between all lawyers, including Bechtel, to get this straight among the entire group. Otherwise, I suspect there will be inordinate delay in getting the contract completed. Would you be agreeable to this?

Mike Baxley

Begin forwarded message:

From: "Wenick, George" <gdwenick@smithcurrie.com<mailto:gdwenick@smithcurrie.com>>
Date: July 14, 2015 at 9:14:15 AM EDT
To: "Baxley, Mike" <mike.baxley@santeecooper.com<mailto:mike.baxley@santeecooper.com>>, "BYRNE, STEPHEN A" <SBYRNE@scana.com<mailto:SBYRNE@scana.com>>, "BYNUM, ALVIS J JR" <ABYNUM@scana.com<mailto:ABYNUM@scana.com>>, "LINDSAY, RONALD" <RONALD.LINDSAY@scana.com<mailto:RONALD.LINDSAY@scana.com>>
Cc: "Crosby, Michael" <michael.crosby@santeecooper.com<mailto:michael.crosby@santeecooper.com>>, "Pelcher, Steve" <stephen.pelcher@santeecooper.com<mailto:stephen.pelcher@santeecooper.com>>
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 Mike,

Redacted - Privileged

Redacted - Privileged

George

From: Baxley, Mike [mailto:mike.baxley@santeecooper.com]
Sent: Monday, July 13, 2015 11:20 AM
To: BYRNE, STEPHEN A; BYNUM, ALVIS J JR; Wenick, George; LINDSAY, RONALD
Cc: Crosby, Michael; Pelcher, Steve
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

Gentlemen—

Redacted - Privileged

Mike Baxley

Begin forwarded message:

From: "BYRNE, STEPHEN A" <SBYRNE@scana.com<mailto:SBYRNE@scana.com>>

Date: July 8, 2015 at 9:33:02 AM EDT

To: "BYNUM, ALVIS J JR" <ABYNUM@scana.com<mailto:ABYNUM@scana.com>>

Cc: "'Crosby, Michael'" <michael.crosby@santeecooper.com<mailto:michael.crosby@santeecooper.com>>, "ARCHIE, JEFFREY B" <JARCHIE@scana.com<mailto:JARCHIE@scana.com>>

Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 AI,

We held a kickoff meeting last week with SCE&G, Santee and Bechtel. We are set to go on their third party assessment pending the agreement being in place.

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Steve

From: BYNUM, ALVIS J JR

Sent: Wednesday, July 08, 2015 9:09 AM

To: BYRNE, STEPHEN A

Subject: FW: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

Steve – are you ok for me to talk to them? I don't know what went on in your meeting last week

From: Pelcher, Steve [mailto:stephen.pelcher@santeecooper.com]

Sent: Wednesday, July 08, 2015 9:03 AM

To: BYNUM, ALVIS J JR

Subject: FW: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

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AI: I will defer to you on this. My calendar is presently open. Thanks. Steve

From: Daw, Martyn [mailto:mndaw@bechtel.com]

Sent: Wednesday, July 08, 2015 9:01 AM

To: Pelcher, Steve; Bynum, Alvis

Subject: Re: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

AI - Good day to you

Please are you available later today for a call to discuss where we are?

Thanks

Martyn

On Jun 29, 2015, at 6:22 PM, Daw, Martyn <mndaw@bechtel.com<mailto:mndaw@bechtel.com>> wrote:

Thanks Steve

AI – I look forward to hearing from you

Cheers
Martyn

From: Pelcher, Steve [mailto:stephen.pelcher@santeecooper.com]
Sent: Monday, June 29, 2015 1:09 PM
To: Daw, Martyn
Cc: Bynum, Alvis
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Martyn: I will defer to Al Bynum on suggesting a time for such a conversation.

Thanks.

Steve

From: Daw, Martyn [mailto:mndaw@bechtel.com]
Sent: Monday, June 29, 2015 12:13 PM
To: BYNUM, ALVIS J JR; Pelcher, Steve
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

Al/Steve – please can you let me know a good time for us to speak

Thanks
Martyn

From: Daw, Martyn
Sent: Wednesday, June 24, 2015 7:32 AM
To: 'BYNUM, ALVIS J JR'; 'Pelcher, Steve'
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Al/Steve – my business folk have requested an update as to the plan for getting the Purchase Order/contract in place.

I'm currently in the UK on business but can be available for a call at your convenience.

Please let me know

Thanks
Martyn

From: Daw, Martyn
Sent: Saturday, June 20, 2015 10:02 AM
To: 'BYNUM, ALVIS J JR'; 'Pelcher, Steve'
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Hi Al and Steve (and welcome back to Al from his trip to Asia)

I understand the green light has been given for the assessment. Shall we have a chat early next week about getting the Purchase Order/contract in place? We discussed previously that it would make sense just to use the terms of one of the existing contracts between SCE&G and Bechtel. We can be flexible on this.

It would be good to get the PO/contract in place before the kick-off meeting which I think is planned for July 1.

Thanks and look forward to hearing from you

Martyn

From: Daw, Martyn
Sent: Monday, June 01, 2015 6:42 PM
To: 'BYNUM, ALVIS J JR'; Pelcher, Steve
Cc: Cherry, Marion; Crosby, Michael; LINDSAY, RONALD; BYRNE, STEPHEN A; Albert, Craig
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Thanks very much, Al

Martyn

From: BYNUM, ALVIS J JR [mailto:ABYNUM@scana.com]
Sent: Monday, June 01, 2015 1:28 PM
To: Daw, Martyn; Pelcher, Steve
Cc: Cherry, Marion; Crosby, Michael; LINDSAY, RONALD; BYRNE, STEPHEN A; Albert, Craig
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Here is the signed O-1

From: Daw, Martyn [mailto:mndaw@bechtel.com]
Sent: Monday, June 01, 2015 1:10 PM
To: Pelcher, Steve; BYNUM, ALVIS J JR
Cc: Cherry, Marion; Crosby, Michael; LINDSAY, RONALD; BYRNE, STEPHEN A; Albert, Craig
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

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Steve – thanks again to you and Al for the call this morning.

Attached is a pdf of the Proprietary Data Agreement signed by Bechtel Power Corporation. Please can Al or you let me know if you'd like me to send along the original with the wet signature.

I look forward to hearing from you/Al as to the path forward with respect to getting a PO in place. As I indicated on the phone, we are flexible on this and we are willing to be retained by your outside counsel if you believe that would be preferable.

On the documents side, I believe that Dick Miller will be point of contact for Bechtel but I am confirming this as I write.

Thanks again for the discussion this morning

Martyn

From: Pelcher, Steve [mailto:stephen.pelcher@santeecooper.com]

Sent: Monday, June 01, 2015 12:04 PM
 To: Daw, Martyn; Bynum, Alvis
 Cc: Cherry, Marion; Crosby, Michael; Lindsay, Ronald ; Byrne, Stephen A.; Albert, Craig
 Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3 [*EXTERNAL*]

Martyn/Al: It was great speaking with you this morning.

As a follow up to our conversation, I believe that the very first action item will be for Bechtel to send a partially executed copy of the Proprietary Data Agreement to Al Bynum for the Owner's countersignature. Please keep Santee Cooper in the loop so that Santee Cooper might have a fully executed copy of that agreement for our records.

Next up, regarding the documents that Bechtel will review as part of its assessment, Marion Cherry of Santee Cooper has been working with somebody at SCE&G in assembling the documents that will be reviewed. I have copied Marion on this Email. (Marion: Who have you been working with at SCE&G on assembling these documents?) My notes indicate that the Bechtel guy who will likely be the logistical link in receiving these documents is 'Dick Miller' but I may be mistaken about this. Note to Al: As a process point, we need to make sure anything that we share with Bechtel fits within the definition of "Contractor Discloseable Information" as that is defined in Section 19.3(b) of the EPC.

During the call, we discussed the possibility that Bechtel might be retained by George Wenick (Smith, Currie & Hancock LLC), if there is an advantage in doing so. Al Bynum will have a conversation with George about that later today, so that we might close that loop on that possibility.

Al mentioned that he will begin his annual vacation this Thursday, although that we should contact his boss, Ron Lindsay, should something come up while he is away.

Finally, we concluded our conversation with a discussion of the form of the Purchase Order the Owners would use to retain Bechtel (assuming Bechtel isn't retain by Smith Currie.) A suggestion was made that we might "re-purpose" an existing PO the Owners have Bechtel to provide licensing and engineering support. Al identified Kyle Nash as the guy at SCE&G would likely process this paperwork.

Thanks again for the good conversation.

Let's stay in touch.

Steve

-----Original Appointment-----

From: Pelcher, Steve
 Sent: Monday, June 01, 2015 9:28 AM
 To: Pelcher, Steve; Daw, Martyn ; Bynum, Alvis
 Subject: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3
 When: Monday, June 01, 2015 11:00 AM-11:30 AM (UTC-05:00) Eastern Time (US & Canada).
 Where: Dial-in Number: (877)635-0568<tel:(877)635-0568>; Participant Code: 8437614016

Date of Call: June 1, 2015

Time of Call: 11:00AM<x-apple-data-detectors://47>

Duration of Call: 30 Minutes

Dial-in Number: (877)635-0568<tel:(877)635-0568;8437614016>

Participant Code: 8437614016<tel:(877)635-0568;8437614016>

Discuss:

1. Process for execution of "Proprietary Data Agreement."
2. Process of jump starting Bechtel's review of documents consistent with Proprietary Data Agreement and Section 19.3 of the EPC.
3. Process of Owners executing a PO with Bechtel.

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Mike Baxley

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Mike,

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Redacted - Privileged

George

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To: BYRNE, STEPHEN A; BYNUM, ALVIS J JR; Wenick, George; LINDSAY, RONALD
Cc: Crosby, Michael; Pelcher, Steve
Subject: RE: Implementing Bechtel's Assessment of V.C. Summer Units 2 and 3

Gentlemen—

Redacted - Privileged

Mike Baxley

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Date: July 8, 2015 at 9:33:02 AM EDT
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Cc: "Crosby, Michael" <michael.crosby@santeecooper.com<mailto:michael.crosby@santeecooper.com>>, "ARCHIE, JEFFREY B" <JARCHIE@scana.com<mailto:JARCHIE@scana.com>>
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Sent: Monday, June 01, 2015 9:28 AM

To: Pelcher, Steve; Daw, Martyn ; Bynum, Alvis

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Date of Call: June 1, 2015

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